

MINUTES AND BY-LAWS OF
THE CANADIAN ORAL PROPHYLACTIC ASSOCIATION
(Incorporated 1914)

To February 27, 1950

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Common-Sense Finder
Pat. 1,191,914
J. D. BINSON & SONS, INC.
NEW YORK

THE CANADIAN ORAL PROPHYLACTIC ASSOCIATION.

MINUTES of a Meeting of the Provisional Directors of The Canadian Oral Prophylactic Association held at the office of Masten, Starr & Spence, Canada Life Building, 46 King Street, West, Toronto, at the hour of 2.30 o'clock in the afternoon on the *ninth* day of February, A.D.1914.

PRESENT:

James Houston Spence,
John Stewart Emery,
Lilian Murray Heal,
William Kaspar Fraser, and
Russell Pierce Locke,

being all the Provisional Directors of the Company.

Mr. Spence was appointed Chairman and Miss Heal Secretary of the Meeting.

A letter was read from the Department of the Provincial Secretary of Ontario stating that the order for incorporation herein has been granted and will be dated as of the 7th day of February instant, and that the charter has been granted in accordance with the prayer of the petition and the agreement accompanying the same.

The charter so granted was thereupon adopted as the charter of the Company.

THE CANADIAN ORAL PROPHETIC ASSOCIATION.

MINUTES of a Meeting of the Provisional Directors of the Canadian Oral Prophetic Association held at the office of Messrs. Hart & Spence, Canada Life Building, 46 King Street, West, Toronto, at the hour of 2.30 o'clock in the afternoon on the 11th day of February, A.D. 1914.

PRESENT:

James Johnston, Spence,

John Stewart, Hart,

William Henry Hall,

William Knapton, Treasurer, and

Russell George Locke,

being all the Provisional Directors of the Company.

Mr. Spence was appointed Chairman and Mr. Hall

Secretary of the Meeting.

A letter was read from the Department of the Provisional Secretary of Ontario stating that the order for incorporation herein has been granted and will be dated as of the 7th day of February instant, and that the charter has been granted in accordance with the prayer of the petition and the agreement accompanying the same.

The charter so granted was thereupon adopted as

the charter of the Company.

The seal, an impression of which appears in the margin hereof, was adopted as the common seal of the Company.

Until the appointment of a permanent Board of Directors, Mr. Spence was appointed Provisional President and Miss Heal Provisional Secretary of the Company.

The Report to be made by the Provisional Directors to the Shareholders under Section 41 of The Ontario Companies Act was then prepared and signed by all the Provisional Directors. A copy of this Report appears as Schedule "A" to the Minutes of this Meeting.

It was thereupon ordered that a Meeting of the Members of the Company be held at 3 o'clock on this day.

The Meeting then adjourned.

Geo. W. Spence
John S. Emery
L. M. Heal
L. H. F. F. F.
W. L. F. F.

The following memorandum was read and ordered to be inserted in the Minutes:-

The seal, an impression of which appears in the margin hereto, was adopted as the common seal of the Company.

Until the appointment of a permanent Board of Directors, Mr. Spence was appointed Provisional President and Miss Hall Provisional Secretary of the Company.

The Report to be made by the Provisional Directors to the Shareholders under Section 41 of The Ontario Companies Act was then prepared and signed by all the Provisional Directors. A copy of this Report appears as Schedule "A" to the Minutes of this Meeting.

It was thereupon ordered that a Meeting of the Members of the Company be held at 3 o'clock on this day.

The Meeting then adjourned.

The following Memorandum was read and ordered to be

inserted in the Minutes:-

THE CANADIAN ORAL PROPHYLACTIC ASSOCIATION

We, the undersigned, being all the Provisional Directors of The Canadian Oral Prophylactic Association, hereby consent to the holding of the above Meeting at this time and place and to the transaction of such business as may be brought before it, and we do hereby waive notice of this Meeting and publication thereof, as testified by our signatures hereto.

John S. Emery
L. M. Neal
W. J. Foster
A. L. Locke

We, the undersigned, being all the Provisional
Directors of The Canadian Oral Propylactic Association,
hereby consent to the holding of the above Meeting at this
time and place and to the transaction of such business as
may be brought before it, and we do hereby waive notice of
this Meeting and publication thereof, as testified by our
signatures hereto.

[Signature]
[Signature]
[Signature]
[Signature]
[Signature]

THE CANADIAN ORAL PROPHYLACTIC ASSOCIATION.

MINUTES of a Meeting of the Members of The Canadian Oral Prophylactic Association held at the office of Masten, Starr & Spence, Canada Life Building, 46 King Street West, Toronto, at the hour of 3 o'clock in the afternoon on the *ninth* day of February, A.D.1914.

PRESENT:

James Houston Spence,
John Stewart Emery,
Lilian Murray Heal,
William Kaspar Fraser, and
Russell Pierce Locke,

being all the Incorporators and Members of the above Company.

It was moved by Mr. Emery, seconded by Miss Heal, that Mr. Spence be elected Chairman of the Meeting.

CARRIED UNANIMOUSLY.

It was moved by Mr. Fraser, seconded by Mr. Locke, that Miss Heal act as Secretary of the Meeting.

CARRIED UNANIMOUSLY.

The Report prepared by the Provisional Directors of the Company pursuant to Section 41 of The Ontario Companies Act was presented and read to the Meeting.

It was moved by Mr. Fraser, seconded by Mr. Locke,

THE CANADIAN ORAL PROPHYLACTIC ASSOCIATION.

MINUTES of a Meeting of the Members of the Canadian Oral
Prophylactic Association held at the office of Messrs.
Starr & Spence, Canada Life Building, 45 King Street West,
Toronto, at the hour of 3 o'clock in the afternoon on the
day of February, A.D. 1914.

PRESIDENT:

James Houston Spence,
John Stewart Emery,
William Murray Heel,
William Fraser Fraser, and
Russell Pierce Locke,

being all the Incorporators and Members of the above Company.

It was moved by Mr. Emery, seconded by Miss Heel,

that Mr. Spence be elected Chairman of the Meeting.

CARRIED UNANIMOUSLY.

It was moved by Mr. Fraser, seconded by Mr. Locke,

that Miss Heel act as Secretary of the Meeting.

CARRIED UNANIMOUSLY.

The Report prepared by the Provisional Directors of
the Company pursuant to Section 41 of the Ontario Companies
Act was presented and read to the Meeting.

It was moved by Mr. Fraser, seconded by Mr. Locke,

that the Report as read be approved and adopted.

CARRIED UNANIMOUSLY.

It was thereupon moved by Mr. Fraser, seconded by Mr. Locke, that the Members do proceed to ballot for the election of the Board of Permanent Directors, and that Mr. Emery and Miss Heal act as scrutineers.

A ballot having been taken, the following Directors were declared to be duly elected as the Permanent Board of Directors of the Company, namely:-

James Houston Spence,
John Stewart Emery,
Lilian Murray Heal,
William Kaspar Fraser, and
Russell Pierce Locke.

Mr. Fraser then produced and read to the Meeting the Letters Patent or Order of Incorporation dated the 7th day of February, A.D.1914.

It was thereupon moved by Mr. Emery, seconded by Miss Heal, that the said Letters Patent or Order of Incorporation

be accepted and adopted as the Charter of the Company. *A copy of the said Letters Patent appears as schedule A to these minutes*
The Meeting then adjourned.

The following memorandum was read and ordered to be

THE REPORT IS APPROVED AND SUBMITTED

CONFIDENTIAL

It was therefore decided to have the following printed on the back of the card:

„come rē note uell remē”

inserted in the Minutes of this Meeting:-

We, the undersigned Members of The Canadian Oral Prophylactic Association, hereby consent to the holding of the above Meeting at this time and place and to the transaction of such business as may be brought before it, and we do hereby waive notice of this meeting and publication thereof, as testified by our signatures hereto.

James H. Hines
John S. Emery

L. M. Keck

W. B. Farn

W. L. Ock

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SCHEDULE "A".

THE CANADIAN ORAL PROPHYLACTIC ASSOCIATION.

REPORT of the Provisional Directors in accordance with Section 41 of The Ontario Companies Act.

(a) The number of shares subscribed

None, this being a Company without share capital.

(b) Names of the subscribers

The following persons have subscribed as members though not as shareholders James Houston Spence, John Stewart Emery, Lilian Murray Heal, William Kaspar Fraser, and Russell Pierce Locke.

(c) Amount paid thereon

Nothing.

(d) All contracts entered into by or on behalf of the Company

No contracts have yet been entered into but it is in contemplation to take over the undertaking heretofore carried on under the name of The Canadian Oral Prophylactic Association.

(e) Amount of preliminary expenses

Estimated at \$300.

(f) Financial statement of affairs of the Company

The Company has had no financial affairs to date.

DATED at Toronto this *ninth* day of February, A.D.1914.

THE CANADIAN ORAL PROPHYLACTIC ASSOCIATION.

MINUTES of a Meeting of the Permanent Directors of The Canadian Oral Prophylactic Association held at the office of Masten, Starr & Spence, Canada Life Building, 46 King Street West, Toronto, at the hour of 3.30 o'clock in the afternoon on the *tenth* day of February, A.D.1914.

PRESENT:

James Houston Spence,
John Stewart Emery,
Lilian Murray Heal,
William Kaspar Fraser, and
Russell Pierce Locke,

being all the Directors of the Company.

It was moved by Mr. Fraser, seconded by Mr. Locke, that Mr. Spence take the Chair.

CARRIED UNANIMOUSLY.

It was moved by Mr. Fraser, seconded by Mr. Locke, that Miss Heal act as Secretary.

CARRIED UNANIMOUSLY.

It was moved by Mr. Fraser, seconded by Mr. Locke, that the Secretary cause a ballot to be taken for the office of President, Secretary and Treasurer.

A ballot having been taken, the Secretary reported

that Mr. Spence had been elected President, Miss Heal Secretary and Mr. Emery Treasurer of the Association.

The President reported that he had been advised by the Solicitors for the Association that no prospectus was necessary, this being an Association without share capital and not formed for the purpose of selling its shares to the public.

It was accordingly moved that the preparation and fying of a prospectus be dispensed with.

On motion the Board directed the issue to the various Members of the Association as they exist at the present time of an acknowledgment signed by the Secretary acknowledging that they are Members in the Association, and that the Secretary be hereafter authorized to issue to the various Members of the Association, when accepted and admitted, a certificate in the like form.

An offer was submitted to the Association by the old Canadian Oral Prophylactic Association offering to turn over to this Association all its undertaking and assets in pursuance of and in accordance with the terms of the written offer and agreement which were submitted to the Board and marked as Schedule "B" hereto. After consideration and discussion, the terms of the offer were accepted and the President and Secretary were authorized and directed to execute the agreement on behalf

that Mr. Smith had been elected President, this year
Secretary and Mr. Henry Treasurer of the Association.

The President reported that he had been elected by
the members for the Association that no proposition was
submitted, there being no Association without some capital
and not known for the purpose of selling its shares to the
public.

It was accordingly moved that the proposition and
selling of a prospectus be dispensed with.

On motion the Board reported the names of the various
Members of the Association as they exist at the present time
as an acknowledgment signed by the Secretary Administration that
they are Members in the Association, and that the Secretary be
authorized to deliver to them in the various Members of the
Association, when accepted and admitted, a certificate in the
form of the.

An order was submitted to the Association by the old
Association that the Association should be allowed to have
in this Association all the necessary and assets in connection
it and to acknowledge with the terms of the order that the
document should be submitted to the Board and marked as
received by the Board. After consideration and discussion, the
Board of the order was accepted and the President and Secretary
were authorized and directed to execute the necessary papers.

of this Association after approval by the Members.

Mr. Fraser then produced and read to the Meeting draft By-Law which had been prepared for the use of the Company, governing its general affairs and the conduct of its operations, and after consideration and discussion of the said By-Laws, it was resolved that further consideration of same be postponed to a future meeting and that meantime until otherwise ordered that the officers of the Association consist of a President, Vice-President and Secretary-Treasurer and that meetings of the Board may be held on twelve hours written notice, meetings of ~~shareholders~~ ^{members} on five days notice.

It was moved by Mr. Fraser, seconded by Mr. Locke, that a General Meeting of the Members of the Association be called for the hour of 4 o'clock in the afternoon on the 16th day of February, A.D. 1914, at the office of Messrs. Masten, Starr & Spence, 58 Canada Life Building, 46 King Street, West, Toronto, for the following purposes:-

1. To consider and if approved to confirm the acceptance of the offer of The Canadian Oral Prophylactic Association, Limited, (1906) to sell and transfer its undertaking to this Association.

2. To transact such other business as may come before the Meeting.

The Meeting then adjourned.

The following Notice was read and ordered to be inserted in the Minutes:-

of this Association after approval by the members.

Mr. Tynor then proposed and read in the meeting

draft by-law which had been prepared for the use of the

Company, covering its general affairs and the conduct of

its operations, and after consideration and discussion by the

entire by-law, it was resolved that further consideration be

given by proposing to a future meeting and that meeting

will otherwise advise that the officers of the Association

consist of a President, Vice-President and Secretary-Treasurer and

that meetings of the Board may be held in Justice Court Building

whenever, meeting of shareholders on five days notice.

It was moved by Mr. Fraser, seconded by Mr. Locke,

that a General Meeting of the Members of the Association be

called for the hour of 4 o'clock in the afternoon on the

first day of February, A.D. 1911, at the office of Messrs.

Macdonald, Grant & Thomas, 25 Canada Life Building, 44 King Street,

West, Toronto, for the following purposes:-

1. To consider and if approved to confirm the

constitution of the office of the Canadian Life Insurance Society

action, Limited, (1904) to sell and transfer its assets

belonging to this Association.

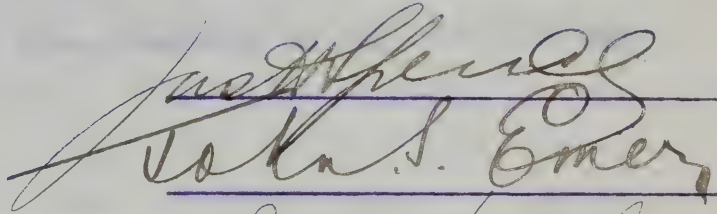
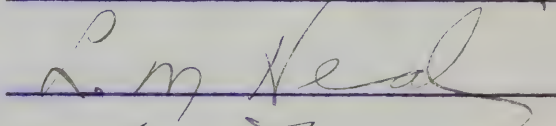
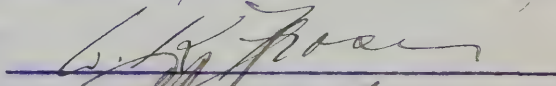
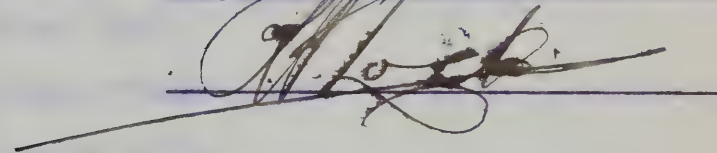
the meeting.

The meeting then adjourned.

The following Minutes were read and ordered to be

inserted in the Minutes:-

We, the undersigned, being all the Permanent Directors of The Canadian Oral Prophylactic Association, consent to the holding of this Meeting at the above time and place and to the transaction of such business as may come before it, as testified by our signatures hereto.


John S. Emery

R. M. Head

L. H. Brown

H. J. Black

74. The undersigned, being all the members of the
of the American and Tropical Association, do hereby
binding of this meeting at the above time and place and to the
formation of such business as may come before it, as certified
to the signatures hereto.

THE CANADIAN ORAL PROPHYLACTIC ASSOCIATION.

MINUTES of a Meeting of the Members of The Canadian Oral Prophylactic Association held at the office of Masten, Starr & Spence, 58 Canada Life Building, 46 King Street West, Toronto, at the hour of 4 o'clock in the afternoon on the *sixteenth* day of *February* A.D.1914.

PRESENT:

James Houston Spence,
John Stewart Emery,
Lillian Murray Heal,
William Kaspar Fraser, and
Russell Pierce Locke,

being all the members of the Company.

It was moved by Mr. Emery, seconded by Miss Heal, that Mr. Spence be elected Chairman of the Meeting.

CARRIED UNANIMOUSLY.

It was moved by Mr. Fraser, seconded by Mr. Locke, that Miss Heal be elected Secretary.

CARRIED UNANIMOUSLY.

All the Members being present, the Notice calling the Meeting was dispensed with and the Meeting declared to have been regularly called.

The Minutes of the foregoing Meetings of the Provision-

Submitted as a candidate for the degree of Doctor of Philosophy

Approved for release on 04/24/2013 pursuant to E.O. 13526

© 2000 Blackwell Science Ltd, *Journal of Internal Medicine* 247: 399–406

At the hour of 4 o'clock in the afternoon on the 6th

1000 1800 2000

WILLIAM K. ABEL, Fugate

all the members of the Company.

11. The author of the book, "The Art of War," is Sun Tzu.

100-443887-1000

UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF NEW YORK

*Kontaktieren Sie uns für weitere Informationen

At the end of the day, the following information was obtained:

STATE OF NEW YORK
IN SENATE
January 11, 1910.

See of the foregoing meetings of the Provisional

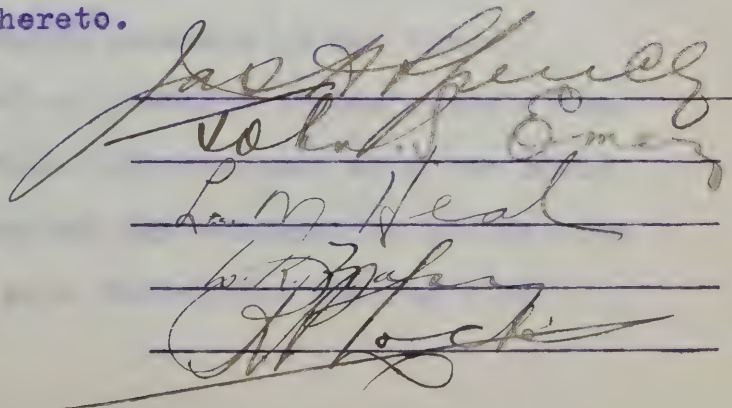
al Directors held on the ninth day of February, A.D. 1914, having been read, it was moved by Mr. Fraser, seconded by Mr. Locke, that the same be approved at this Meeting and adopted.

The Minutes of the Meeting of the Board of Directors held on the Tenth instant, and the agreement and offer therein contained were read. After discussion it was moved by Mr. Fraser, seconded by Mr. Locke, and unanimously carried, that the resolution of the Directors that this Association do take over the undertaking of the old Canadian Oral Prophylactic Association on the terms set forth in the agreement submitted to the Meeting, are sanctioned, approved, ratified and confirmed.

The Meeting then adjourned.

The following Memorandum was read and ordered to be inserted in the Minutes:-

We, the undersigned, being all the Members of The Canadian Oral Prophylactic Association, hereby consent to the holding of this Meeting at the above time and place and to the transaction of such business as may come before it, as testified by our signatures hereto.


J. A. Fraser
L. M. Heale
W. R. Fraser
J. P. Locke

at Newport held on the night of February, A.D. 1911,
during said year. It was moved by Dr. Fisher, seconded by Dr.
Lodge, that the same be approved as this meeting and adjourned.
The Minutes of the Meeting of the Board of Directors
held on the same instant, and the agreement and other business
transacted were read. After discussion it was voted by Dr.
Fisher, seconded by Dr. Lodge, and unanimously carried, that
the resolution of the Board that this Association be held
over the membership of the old Canadian Gaelic Prophyllactic
Association on the terms set forth in the agreement submitted
to the meeting, was accepted, approved, ratified and con-

firmly.

The meeting then adjourned.

The following Memorandum was read and ordered to be

inserted in the Minutes:-

We, the undersigned, being all the Members of The

Canadian Gaelic Prophyllactic Association, hereby consent to

the holding of this meeting at the above time and place and

on the terms and conditions set forth in the agreement

submitted to the meeting.

THE CANADIAN ORAL PROPHYLACTIC ASSOCIATION.

MINUTES of a Meeting of the Directors of The Canadian Oral Prophylactic Association (Incorporated 1914) held at the Office of Masten, Starr & Spence, Room 58, Canada Life Building, 46 King Street West. Toronto, on the Twenty-eighth day of February at the hour of 2.30 o'clock in the afternoon.

PRESENT:

James Houston Spence,
John Stewart Emery,
Lilian Murray Heal,
William Kaspar Fraser, and
Russell Pierce Locke,

being all the Directors of the Association.

Mr Spence took the Chair.

Mr Spence then presented his resignation as President and Director of the Association and also as a member, to the Board of Directors.

On Motion of Miss Heal, seconded by Mr. Emery, Mr Spence's resignation was accepted.

On motion of Mr. Fraser, seconded by Mr. Locke, Dr. J. McDonagh was elected as Director of the Association. Dr. McDonagh being present then took his seat upon the Board.

Mr. Emery then presented his resignation as Director of the Association and also as a Member, to the Board of Directors-

Minutes of a Meeting of the Directors of The Canadian

Medical Association, held at the Hotel, Toronto, Ontario, on the 14th day of February, 1914.

The meeting was held at the Hotel, Toronto, Ontario, on the 14th day of February, 1914.

The meeting was held at the Hotel, Toronto, Ontario, on the 14th day of February, 1914.

The meeting was held at the Hotel, Toronto, Ontario, on the 14th day of February, 1914.

Minutes:

James Houston Spence,

John Stewart Spence,

William Fraser, and

William Fraser, and

William Fraser, and

being all the Directors of the Association.

Mr Spence took the Chair.

Mr Spence then presented his resignation as President

and Director of the Association and also as a Member, to the

Board of Directors.

On Motion of Miss Heal, seconded by Mr. Emery, Mr.

Spence's resignation was accepted.

On Motion of Mr. Fraser, seconded by Mr. Locke,

Mr. Spence was elected as Director of the Association.

Mr. Spence being present then took his seat upon the Board.

Mr. Spence then presented his resignation as President

of the Association and also as a Member, to the Board of

On motion of Miss Heal,seconded by Mr. Fraser,Mr.Emery's resignation was accepted.

On motion of Mr. Fraser,seconded by Mr. Locke,Dr. J. Frank Adams was elected as Director of the Association.

Dr.Adams being present then took his seat upon the Board.

Miss Heal then presented her resignation as Secretary and Director of the Association and also as a Member,to the Board of Directors.

On motion of Mr Fraser,seconded by Mr Locke,Miss Heal's resignation was accepted.

On motion of Mr. Fraser,seconded by Mr. Locke, Dr. A. J. Broughton was elected as Director of the Association.

Dr. Broughton being present then took his seat upon the Board.

Mr. Fraser then presented his resignation as Director of the Company. and also as a Member,to the Board of Directors.

On motion of Dr. Adams seconded by Dr. Broughton,Mr.Fraser's resignation was accepted.

On motion of Dr. Adams seconded by Dr. Broughton Dr.A.E. Webster was elected as Director of the Company.

Dr. A. E. Webster being present then took his seat upon the Board.

On motion of Mr. Adams, seconded by Mr. Brown, the
resolution was accepted.

On motion of Mr. Brown, seconded by Mr. Adams, Dr. A. B.
Adams was elected as Director of the Association.

Dr. Adams being present then took his seat with the Board.

After that time presented the following as Executive
Officers of the Association and also as a Member, to the

Board of Directors.

On motion of Mr. Brown, seconded by Mr. Adams, the
Board was accepted.

On motion of Mr. Brown, seconded by Mr. Adams, Dr. A. B.
Adams was elected as Director of the Association.

Dr. Adams being present then took his seat with the Board.

Dr. Brown then presented his resignation as Director of the
Association, and also as a Member, to the Board of Directors.

On motion of Mr. Adams, seconded by Mr. Brown, the
resignation was accepted.

On motion of Dr. Adams, seconded by Dr. Brown, Dr. A. B.
Adams was elected as Director of the Company.

Dr. A. B. Webster being present then took his seat with the

Board.

Mr. Locke then presented his resignation as Director of the Association, and also as a member thereof, to the Board of Directors.

On motion of Dr. Webster seconded by Dr. Adams Mr Locke's resignation was accepted.

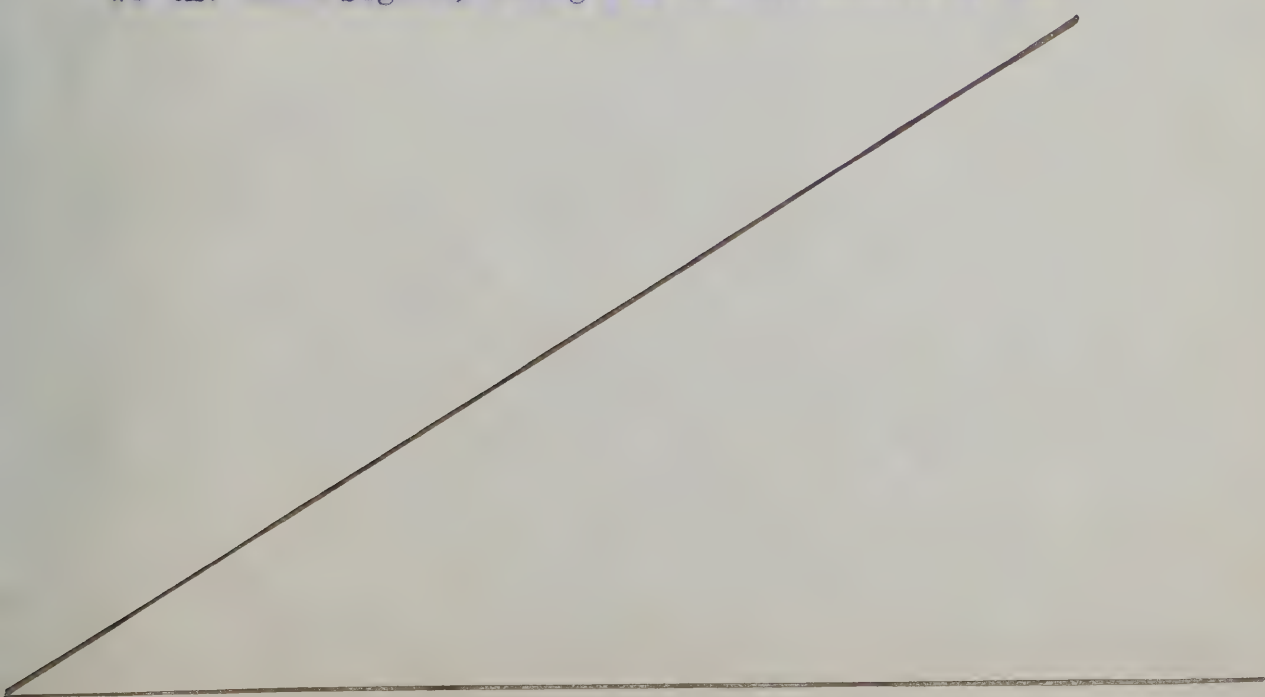
On motion of Dr. Broughton seconded by Dr. Webster Dr. W. Cecil Trotter was elected as Director of the Association.

Dr. Trotter being present then took his seat upon the Board.

The Meeting then adjourned.

The following memorandum was read and ordered to be inserted in the Minutes :-

"We the undersigned, being all the Directors of The



Dr. James then presented his resignation as Director of the
Investigation, and also as a member of the Board
of Directors.

On motion of Dr. Fisher seconded by Dr. James Dr. Foster's
resignation was accepted.

On motion of Dr. Broughton seconded by Dr. Webster Dr. W.
Hall Thayer was elected as Director of the Commission.
Dr. Webster being present took the oath and was sworn.
The meeting then adjourned.

The following members and staff were elected as the
first class :-

And the undersigned, being all the members of the

Canadian Oral Prophylactic Association (Incorporated 1914)
hereby consent to the holding of the above Meeting at this
time and place and to the transaction of such business as may
be brought before it and we do hereby waive notice of this
meeting and publication thereof, as testified by our signa-
tures hereto.

James H. Hume
John S. Emery

L. M. West

L. H. Zeman

W. L. Zeman

Albert J. Broughton

Andrew M. Donagh

Frank Aldams

A. E. Webster

W. Carl Groth

THE CANADIAN ORAL PROPHYLACTIC ASSOCIATION

To The Board of Directors of

The Canadian Oral Prophylactic Association,

TOR ONTO, Ont.,

I HEREBY TENDER my resignation as President and Director of The Canadian Oral Prophylactic Association and also as a member thereof, to take effect upon acceptance by the Board.

DATED this ^{twenty - eighth} ~~sixteenth~~ day of February. A.D. 1914.

To the Board of Directors of

The American Oral Prophylactic Association,

Chicago, Ill.

I hereby tender my resignation as President and Director
of the American Oral Prophylactic Association and also as
a member thereof, to take effect upon acceptance by the
Board.

Given this eleventh day of February, A.D. 1911.

THE CANADIAN ORAL PROPHYLACTIC ASSOCIATION

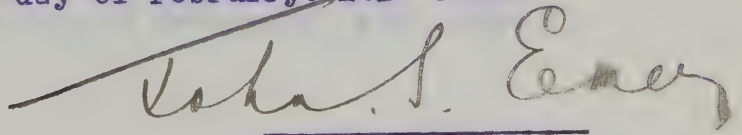
To The Board of Directors of

The Canadian Oral Prophylactic Association,

TORONTO. Ont.

I HEREBY TENDER my resignation as Secretary and Director of The Canadian Oral Prophylactic Association, and also as a member thereof, to take effect upon acceptance by the Board.

DATED this ^{twenty-eighth} ~~sixteenth~~ day of February. A.D. 1914.


John S. Emery

THE CANADIAN ORAL PROPHYLACTIC ASSOCIATION

To the Board of Directors of
The Canadian Oral Prophylactic Association,
Toronto, Ont.

I hereby agree to participate as a member of the
Canadian Oral Prophylactic Association, and also as
a member thereof, to take effect upon acceptance by the
Board.

Dated this nineteenth day of February, A.D. 1914.

THE CANADIAN ORAL PROPHYLACTIC ASSOCIATION.

To The Board of Directors of
The Canadian Oral Prophylactic Association,
TORONTO. Ont.

I HEREBY TENDER my resignation as Treasurer and Director
of The Canadian Oral Prophylactic Association and also as
a member thereof to take effect upon acceptance by the Board.

DATED this ^{Twenty-eighth} ~~Sixteenth~~ day of February. A.D. 1914.

L. M. Neal

THE CANADIAN ORAL PROPHYLACTIC ASSOCIATION.

To The Board of Directors of

The Canadian Oral Prophylactic Association,

Toronto. Ont.

I HEREBY TENDER my resignation as a Director of The Canadian Oral Prophylactic Association and also as a Member thereof, to take effect upon acceptance by the Board.

DATED this ^{Twenty-eighth} ~~Sixteenth~~ day of February. A.D. 1914.

L. K. Frazar

IN THE YEAR OF 1914

THE ASSOCIATION OF AMERICAN PHYSICIANS

CHICAGO, ILL.

A JOURNAL OF THE AMERICAN MEDICAL ASSOCIATION

CHICAGO, ILL., U.S.A.

Volume 14, No. 1, January 1, 1914

Published by the American Medical Association

THE CANADIAN ORAL PROPHYLACTIC ASSOCIATION.

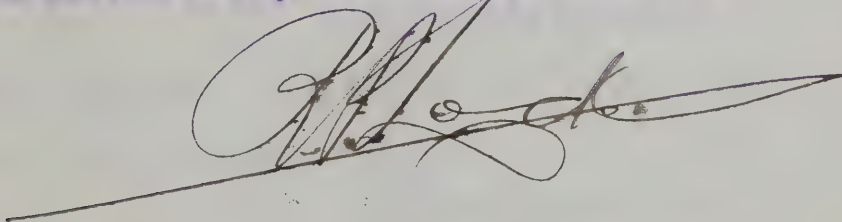
To The Board of Directors of

The Canadian Oral Prophylactic Association,

Toronto. Ont.

I HEREBY TENDER my resignation as a Director of The Canadian Oral Prophylactic Association and also as a Member thereof, to take effect upon acceptance by the Board.

DATED this ^{twenty-eighth} ~~Sixteenth~~ day of February. A.D. 1914.

A handwritten signature in dark ink, featuring a large, stylized initial 'R' followed by a series of loops and a long, sweeping horizontal stroke extending to the right.

THE CANADIAN ORAL PROPHYLACTIC ASSOCIATION.

Minutes of a Meeting of the Directors of the Canadian Oral Prophylactic Association held at 3 College St, Toronto, Canada, on the 11th. day of March A.D. 1914, at the hour of 8 o'clock in the afternoon.

PRESENT:- Dr. A. J. Mc.Donagh.

Dr. A. E. Webster.

Dr. J. Frank Adams.

Dr. A. J. Broughton.

being all Directors of the Company.

MOVED by Dr. Broughton, seconded by Dr. Adams that
Dr. Donagh take the chair.

CARRIED UNANIMOUSLY.

MOVED by Dr. Adams, seconded by Dr. Webster that
Dr. Broughton act as Secretary

CARRIED UNANIMOUSLY.

MOVED by Dr. Webster, seconded by Dr. Broughton that
the Secretary cause a ballot to be taken for the office of
President, Vice-President and Secretary Treasurer.

The ballot being taken the Secretary reported that Dr.
Mc. Donagh had been elected President, Dr. Adams Vice-President,
and Dr. Broughton Secretary-Treasurer.

A draft of the proposed General By-Laws of the Company, By-Law No. 1, By-Law No. 2 authorizing the Directors to purchase shares in other companies, also By-Laws No. 3 & 4 governing Membership of the Association, were successively read and submitted to the Meeting by the President and discussed clause by clause.

MOVED by Dr. Webster, seconded by Dr. Adams that the said By-Laws Nos. 1, 2, 3, & 4 be adopted as By-Laws of this Company and that the President and Secretary-Treasurer be authorized to sign the same and seal the same with the seal of the Company

CARRIED UNANIMOUSLY.

The said By-Laws appear as Schedule "A" to the Minutes of this Meeting.

A form of certificate of Membership was produced by the Secretary-Treasurer, the same having been prepared for the use of the Association.

MOVED by Dr. Adams, seconded by Dr. Broughton that the same be approved and adopted as the Certificate of Membership of the Company.

CARRIED UNANIMOUSLY.

The Secretary Treasurer reported that the Counsel for the Association had, advised that agreement now existing between Lyman Bros., and the Old Association (Incorporated 1906) did not in terms ensure to the assigns of the Old Association. The desirability of contracting a new agreement between this Association and Lyman Bros., was then discussed and the

President and Secretary-Treasurer were instructed to get power from the Canadian Oral Prophylactic Association (Incorporated 1908) to carry out the above agreement.

On Motion of Dr. Mc.Donagh, seconded by Dr. Webster it was unanimously resolved;-

1. That the Metropolitan Bank (hereinafter called "the Bank") be and it is hereby appointed Banker of the Company, and so forth as in Draft resolution submitted.

Moved by Dr. Broughton, seconded by Dr. Adams that a meeting of the Shareholders be called for the sixth day of April A.D. 1914, at the hour of eight o'clock at 2 Bloor St. East, Toronto, to be well as an ordinary and also as a Special Meeting for the following purposes:-

1. To consider the passing of General By-Laws for governing the affairs of the Company

Also a By-Law to permit the purchasing and holding of shares in other Companies,

Also a By-Law regarding the classes of Members and,

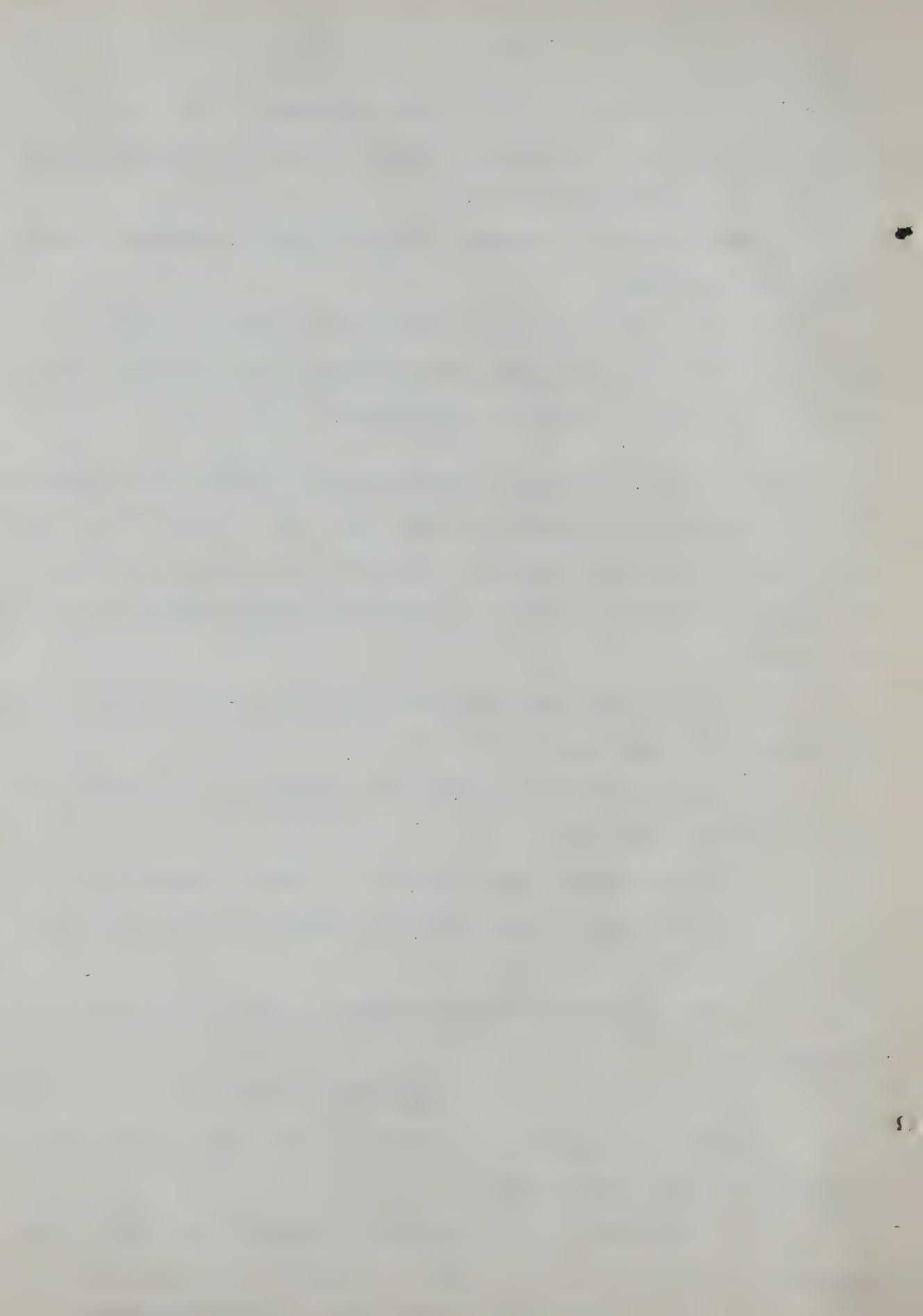
Also a By-Law regarding the expulsion and suspension of members.

2. To transact such other business as may be necessary or desirable.

CARRIED UNANIMOUSLY.

The following waiver of Notice was then read and ordered to be inserted in the Minutes:-

We the Directors of the above mentioned Association hereby consent to this meeting being held at the above time and place and we do hereby waive notice of this meeting and publication



thereof, and consent to the transaction of such business as may have come before it as testified by our signatures hereto.

The Meeting then adjourned.

W. McDonald
Frank Adams
A. J. Broughton
W. Earl Gutter
A. W. Barker

thereof, and consent to the transaction of such business as may
have come before it as testified by our signatures hereto.

The meeting then adjourned.

BY-LAWS of

THE CANADIAN ORAL PROPHYLACTIC ASSOCIATION.

BY-LAW NO.1. Relating generally to the transaction of business and affairs of the Association.

1. The Head Office shall be at the City of Toronto in the Province of Ontario and at such place therein as the Directors of the Association may from time to time decide.
2. The Seal, ~~and~~ impression of which is stamped in the margin hereof, shall be the Common Seal of the Association.

OFFICERS AND THEIR DUTIES.

3. The affairs of the Association shall be managed by a Board of Five Directors who may exercise all such powers and do all such acts and things as may be done by the Association and are not by the Charter or by-laws of the Association or by law expressly directed or required to be done by the Association at General Meetings of the members.

4. There shall be a President and a vice president of the Association, who shall be elected by the Directors from among themselves, a Secretary Treasurer who shall be appointed by the Directors and such other officers as the Board



The following text is extremely faint and illegible. It appears to be a list or a series of entries, possibly a table of contents or a list of references. The text is too light to be accurately transcribed.

of Directors may from time to time determine. The Directors shall in the absence of other provisions in the by-laws, determine the powers and duties of all officers and employees of the Association and may remove any of the officers of the Association and appoint others in their stead and in the absence of any special agreement to the contrary with the Association, the employment of all officers and employees shall be during the pleasure of the Board.

5. The President shall preside at all meetings of the Board of Directors and shall act as temporary chairman and call to order all meetings of the Members. He shall sign and execute all deeds and contracts in the name of the Association when authorized so to do by the Board of Directors and shall perform all the duties incidental to his office. In the absence of the President or in case of his inability to act his powers and duties shall devolve upon the vice-president or a director specially named by the Board for that purpose.

Duties of the Secretary-Treasurer.

6. The duties of the Secretary-Treasurer shall be to have charge of the Minute Books of the Association and of all other books and records which the Ontario Companies Act, 2 George V C.31. Section 116, require to be kept by the Association and to perform such other duties as the terms of his engagement call for or as the Board may require of him, and shall have the care and custody of the funds and securities of the Association and deposit the same

in the name of the Association in such Bank or Banks as the Directors may determine. He shall at all reasonable times exhibit his books and accounts to any Director of the Association upon application at the Office of the Association during business hours. He shall give such bond for the faithful performance of his duties as the Board of Directors may determine.

7. The Association's Bank Account shall be kept in such bank or banks as the Directors may from time to time determine and cheques thereon by way of overdraft or otherwise shall be signed on behalf of the Association by such officer or officers, person or persons as the Board may from time to time appoint. In default of such appointment by the Board all cheques shall be signed by the president and secretary-treasurer of the Association.

8. No bond, contract or other instrument in writing except trade contracts made in the ordinary course of the Association's business shall be obligatory or binding on the Association unless signed by the President and Secretary-Treasurer or by such other officers of the Association as are appointed in that behalf by the Directors and sealed with the Corporate Seal of the Association and all conveyances, leases and similar instruments so signed and having the Corporate Seal of the Association attached shall be received as the acts of the Association, but no such bond, deed lease or other instrument shall be so executed without the previous authority of the Board of Directors.

Directors.

9. The Directors' term of office shall be for one year from the date of their appointment or until their successors are appointed. So long as a quorum of Directors remains in office, vacancies on the Board may be filled by such Directors as remain in office. The whole board shall retire at the Annual meeting at which Directors are to be elected by ballot after nomination and without debate from and by the members, but shall be eligible for re-election if otherwise qualified. Any Director or directors may at any time be removed from Office and one or more appointed in his or their stead by the Members at a special general Meeting called for that purpose.

A majority of the Directors shall form a quorum for the transaction of business. Questions arising at any Meeting of Directors shall be decided by a majority of votes and in case of an equality of votes the Chairman in addition to his original vote shall have a second or casting vote. A Directors Meeting may be held at any time or place in Ontario and without formal notice if all the Directors are present or absent have signified their consent to such meeting being held and their inability to attend.

Directors' Meetings may be formally called by the President or by any two Directors or by the Secretary Treasurer by direction of the Board. Notice of such Meeting shall be delivered or mailed or telegraphed or telephoned to each Director not less than two days before the Meeting is to take place.

- ✓ 10. The office of a Director shall ipso facto be vacated;
- (a) If he ceases to be a Member.
 - (b) If he is found to be a lunatic or becomes of unsound mind.
 - (c) If by notice in writing to the Association he resigns his office.,
- ✓ 11. The Directors of the Association shall have full power in all things to administer the affairs of the Association and may make or cause to be made for the Association any description of contract which the Association may by law enter into except such acts and things as are by the by-laws of the Association or by Statute expressly directed or required to be exercised or done by the members in General Meeting, but subject nevertheless to the provisions of the Ontario Companies Act and of the other By-Laws of the Association and to any resolutions from time to time passed by the Members in General Meeting; Provided that no Resolution so passed shall invalidate any prior act of the Directors which would have been valid if such resolution had not been passed.
- ✓ 12. If any Director or Member being willing shall be called upon to perform extra services or to make any special exertions in going or residing abroad or otherwise for any of the purposes of the Association, the Association shall remunerate the Director ^{or Member} so doing either by a fixed sum or by a percentage of profits or otherwise as may be determined by by-law duly passed by the Directors and confirmed at a General Meeting of the Members of the Association.

Meetings of Members.

13. The Annual and other Meetings of the Members may be held at the place where the Head Office of the Association is situated or at such other place in the City of Toronto and on such day in each year as the Directors may appoint. No public notice or advertisement of Members' Meetings, Annual or Special, shall be required, but notice of the time and place of such meeting shall be mailed to each Member to his last known postoffice address and deposited in the postoffice at the place where the Head Office of the Association is then situated at least ten days before the holding of such meeting, PROVIDED ALWAYS that General Meetings of Members may be held at any time at the aforesaid place of the City of Toronto without such notice if all the Members of the Association are present thereat or represented thereat by proxy duly appointed, and at such meetings any business may be transacted which the Company in General or Special Meetings may transact. Any Member may waive notice of any meeting and in such case he shall be deemed to have been duly notified and any Member present at a meeting or represented thereat by proxy shall be deemed to have waived notice of such meeting,

14. It shall not be necessary for the Directors to send to the Members the financial Report mentioned in sub-section 2 of section 43 of the Ontario Companies Act, 2 George V. c. 31-

15. Notice of any special Meeting shall be given to the Members in the same manner as Notice of General Meeting and

shall state the business which is to be transacted at such special meeting.

16. Five Members personally present shall be a quorum for an annual meeting.

NOTICES.

17. Every Notice sent by post shall be deemed to have been served at the time when it would be delivered in the ordinary course of post, and in proving such service it shall be sufficient to prove that the envelope or wrapper containing the notice was properly addressed and put into the post office.

18. Any Notice or document delivered or sent by post or left at the registered address of any member in pursuance of these presents shall be deemed to have been duly served.

19. The signature to any notice to be given by the Association may be written or printed or partly written and partly printed. Where a given number of day's notice or notice extending over any other period is required to be given, the day of service or posting of the Notice shall unless it is otherwise provided be counted in such number of days or other period.

Inspection by Members.

20. The Directors may from time to time determine whether and to what extent and at what times and places and under what conditions or regulations the accounts and books of the Association or any of them shall be open to the inspection of Members and no Member shall have any right of inspecting

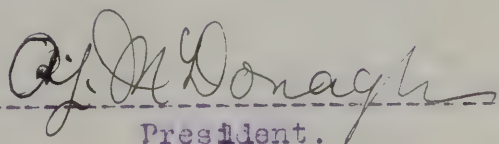
any account or book or document of the Association except as prescribed by the Statute or authorized by the Directors or by Resolution of the Members in General Meeting.

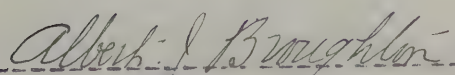
No Member shall be entitled to require discovery of or any information respecting any details of the Association's Manufacturing or trading or any matters which are or may be in the nature of a trade secret, mystery of trade or secret process which may relate to the conduct of the business of the Association, and which in the opinion of the Directors it is inexpedient in the interests of the Members of the Association to communicate to the public.

PASSED by the Directors this 11th day of March
A.D. 1914.

UNANIMOUSLY CONFIRMED by the Members this
day of February A.D. 1914.

AS WITNESS the Corporate Seal of the Association, this
day of February A.D. 1914 at the City of
Toronto in the County of York.


President.


Secretary.

BY-LAWS of
THE CANADIAN ORAL PROPHYLACTIC ASSOCIATION.

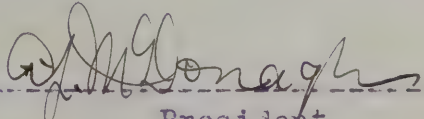
BY-law No.2.

THE Directors of the Association are hereby expressly authorized to take or otherwise acquire and hold in the name and on behalf of the Corporation shares in any other Association or Company having objects altogether or in part similar to those of this Association or carrying on any business capable of being conducted so as to directly or indirectly benefit this Association.

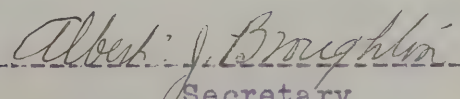
Passed by the Directors this eleventh
day of March A.D. 1914.

UNANIMOUSLY approved by the Members this
day of February A.D. 1914.

AS WITNESS the Corporate Seal of the Association this
day of February A.D. 1914. at the City of Toronto
in the County of York.



President



Secretary.

BY-LAWS of

THE CANADIAN DENTAL PROPHYLACTIC ASSOCIATION.

BY-LAW NO. 3.

CLASSES OF MEMBERS.

The Association shall be composed of three classes of members Class one, Honorary members. Class two, Associate Members. Class three, Members. In the ~~following~~ by-laws where the word Member is used it shall be deemed to include only the persons mentioned in class three.

1. Honorary members shall be elected after recommendation from the Board of Directors at any general meeting.

2. Associate Members shall be elected by the Board of Directors from among ethical dentists upon payment of a fee \$1.00.

3. Members may be elected by the Board of Directors from among ethical dentists upon payment of \$25.00.

It shall be the duty of the Directors to maintain the membership up to the number of shareholders of the original Association. (29) Such members shall be elected by the Board of Directors from the Associate members without fee.

PASSED by the Directors this eleventh day of March A.D. 1914.

UNANIMOUSLY approved by the Members this day of February A.D. 1914.

AS WITNESS the Corporate Seal of the Association this day of February A.D. 1914 at the City of Toronto in the County of York.

G. M. Donagh

President.

Albert J. Broughton

Secretary.



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W. CECIL TROTTER, B.A., L.D.S., D.D.S.
PRESIDENT

HORACE E. EATON, L.D.S., D.D.S.,
VICE-PRESIDENT

A. J. BROUGHTON, L.D.S., A.D.S.
SEC'Y-TREASURER

HUTAX PRODUCTS

Canadian Oral Prophylactic
Association

HARRY S. THOMSON, D.M.D., L.D.S.
DENTAL EXECUTIVE AND EDUCATIONAL
DIRECTOR

OFFICE OF THE SECRETARY
86 BLOOR ST. W.,

TORONTO, ONT.,

192

DEC. 30th, 1918.

Moved by Dr. Webster, seconded by Dr. Trotter, and confirmed by
Annual Meeting January 20th, 1919 -

That By-Law No. 3, Clause #3 be changed to read

"Members may be elected by the Board of Directors from among ethical dentists
upon payment of \$10.00. Any Associate Member may become a member upon payment
of \$9.00

Carried - and confirmed by Annual Meeting Dec. 30th 1918.

BY-LAWS of

THE CANADIAN ORAL PROPHYLACTIC ASSOCIATION

BY-LAW NO. 4

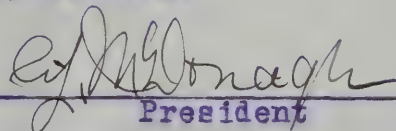
Suspension or Forfeiture of Membership
or Expulsion

The Board of Directors shall have power by a vote of two-thirds of its members present at a Special Meeting of the Board called for the purpose to suspend or forfeit the membership of, or to expel, any member, and to strike his name from the books of the Association for any conduct on his part likely to endanger the welfare, interests or character of the Association directly or indirectly or for wilfully infringing any of the By-Laws, Rules and Regulations of the Association, or for being guilty of professional misconduct or of any infamous or disgraceful conduct in a professional respect or for any conduct unbecoming to and unworthy of a member of the Dental profession; and such member so ordered to be struck off the books of the Association shall be suspended from the exercise of all and singular the rights, powers and privileges belonging to him in the Association or elsewhere as a member thereof.

PASSED by the Directors this eleventh
day of March, A.D. 1914.

UNANIMOUSLY approved by the Members this
day of February, A.D. 1914.

AS WITNESS the Corporate Seal of the Association
this day of February, A.D. 1914.
at the City of Toronto in the County of York.



President



Secretary,

... of ...
... ..

THE CANADIAN ORAL PROPHYLACTIC ASSOCIATION.

--**-----

Minutes of a Meeting of the Canadian Oral Prophylactic Association held at 2Bloor St. East, Toronto Canada, on the sixth day of April A.D. 1914, at the hour of eight o'clock in the afternoon.

PRESENT:-

- Dr. A. J. Mc.Donagh.

Dr. A. E. Webster.

Dr. A. J. Broughton.

Dr. J. Frank Adams.

Dr. W. C. Trotter.

The proposed By-Laws of the Association as recommended by the Directors were read by Dr. Mc.Donagh

Moved by Dr. Webster seconded by Dr. Mc.Donagh that the By-laws as read be adopted.

Moved Dr. Adams, seconded Dr. Broughton in amendment that the consideration be deferred to a future date to be set by the Board of Directors.

CARRIED.

Moved by Dr. Webster, seconded by Dr. Adams that the following applicants be admitted to membership in the Association;-

Dr. Arthur Day. Toronto.

- Dr. George W. Grieve. Toronto

- Dr. Edgar L. Gansby. Toronto.

- Dr. Robert Henderson.	Toronto.
- Dr. Geo. G. Jordan.	Toronto. <i>Dead</i>
- Dr. Jas. J. Loftus.	Toronto.
- Dr. Chas. W. Lennox.	Toronto. <i>Dead</i>
- Dr. J. P. MacLachlan.	Toronto. <i>Dead</i>
- Dr. T. M. McGill.	Toronto.
- Dr. B. F. Nicholls.	Toronto.
- Dr. Edgar W. Paul.	Toronto.
- Dr. O. Winters.	Toronto.
- Dr. W. E. Willmott.	Toronto.
- Dr. F. C. VanDuzer.	Toronto.
- Dr. F. D. Price.	Toronto.
- Dr. J. E. Black.	Vancouver.
- Dr. W. E. Cummer.	Toronto. X
- Dr. Geo. Gow.	Toronto.
- Dr. F. E. Bennett.	St. Thomas.
- Dr. A. W. Thornton.	Montreal. <i>Dead</i>
- Dr. Harold Clark.	Toronto.
- Dr. Guy G. Hume.	Toronto. <i>Dead</i>
- Dr. E. F. Arnold.	Toronto.

Dr Lapp
Dr W. G. Lat

} added 1934

Moved by Dr. Adams seconded by Dr. Trotter,

That all the Associate Members of the Canadian Oral Prophylactic Association (incorporated 1906) be admitted as Associate Members of the Canadian Oral Prophylactic Association (incorporated 1914).

CARRIED.

The following waiver of Notice was then read and ordered to be inserted in the Minutes;-

We the Members of the Canadian Oral Prophylactic Association (incorporated 1914) hereby consent to this Meeting being held at the above time and place and we do hereby waive notice of this Meeting and publication thereof and consent to the transaction of such business as may have come before it as testified by our signatures hereto.

Dr. J. Robertson.	Ottawa
Dr. C. B. Taylor.	St. Thomas.
Dr. W. Black.	Toronto
Dr. H. A. Clark.	Brockville.
Dr. G. K. Thomson.	Halifax
Dr. F. B. Mallery.	Toronto.
Dr. C. A. Powers.	Brandon.
Dr. H. W. Snow.	Sackville N.B.
Dr. D. E. Barras.	Levis Que.
Dr. G. A. McDonald.	Yorkton Sask.
Dr. W. H. Falloon.	Saskatoon Sask.
Dr. J. E. Rhynd.	Toronto.
Dr. H. E. Eaton.	Toronto.
Dr. P. B. McNally.	Strathcona Alta.
Dr. A. E. Jamieson.	Edmonton Alta.
Dr. A. H. Mabee.	Gananoque Ont.
Dr. J. A. Bothwell.	Stratford Ont.
Dr. Oliver Martin.	Ottawa Ont.
Dr. Thos. B. Hartzell.	Minneapolis.
Dr. J. A. Bothwell.	Toronto.
Dr. Arthur W. Ellis.	Toronto.
Dr. H. M. Fletcher.	Cincinnati Ohio.
Dr. Myron L. Laidlaw.	Toronto.
Dr. H. Irvine.	Lindsay Ont.

THE CANADIAN ORAL PROPHYLACTIC ASSOCIATION.

MINUTES of a Meeting of the Directors of The Canadian Oral Prophylactic Association (incorporated 1906) held at the office of the Association in the City of Toronto on the 14th day of February, A.D. 1914. at the hour of *two* o'clock in the *after* noon.

PRESENT:

Dr. A. J. Mc Donagh
Dr. A. E. Webster
Dr. J. Frank Adams
Dr. A. J. Broughton

The following resolution was moved by *Dr. J. F. Adams*
and seconded by *Dr. A. E. Webster*

WHEREAS it is desirable that the undertaking now carried on by this Association should be reorganized and carried on along similar lines under the provisions of The Ontario Companies Act.

AND WHEREAS for the purpose of carrying out such re-organization The Canadian Oral Prophylactic Association (Incorporated 1914) has been duly incorporated and organized.

BE IT THEREFORE RESOLVED that this Association do transfer and assign all its undertaking and assets to The Canadian Oral Prophylactic Association (Incorporated 1914)

THE UNIVERSITY OF CHICAGO
DEPARTMENT OF CHEMISTRY

THE UNIVERSITY OF CHICAGO
DEPARTMENT OF CHEMISTRY
1155 EAST 58TH STREET
CHICAGO, ILLINOIS 60637

WILLIAM R. HAYES
JAMES E. HAYES
JAMES E. HAYES
JAMES E. HAYES

WILLIAM R. HAYES
JAMES E. HAYES
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JAMES E. HAYES

WILLIAM R. HAYES
JAMES E. HAYES
JAMES E. HAYES
JAMES E. HAYES

pursuant to the terms of the Agreement now submitted to the Board and marked by the Chairman with his initials for the purpose of identification.

The motion was unanimously carried.

The Meeting then adjourned.

The following memorandum was read and ordered to be inserted in the Minutes:-

We, the undersigned, being all the Directors of The Canadian Oral Prophylactic Association (incorporated 1906) hereby consent to the holding of the above Meeting at this time and place and to the transaction of such business as may be brought before it, and we do hereby waive notice of this Meeting and publication thereof, as testified by our signatures hereto.

Andrew J. Donagh

Frank Adams

R. E. Webster

W. Cecil Trotter

Albert Broughton

to the terms of the Agreement now submitted to

and could not be taken into consideration.

the purpose of facilitation.

the following conditions:

The Meeting is to be held at

the following conditions are to be observed:

1. The Meeting is to be held at

the following conditions are to be observed:

2. The Meeting is to be held at

3. The Meeting is to be held at

4. The Meeting is to be held at

5. The Meeting is to be held at

6. The Meeting is to be held at

7. The Meeting is to be held at

8. The Meeting is to be held at

THE CANADIAN ORAL PROPHYLACTIC ASSOCIATION.

MINUTES of a Meeting of the Members of The Canadian Oral Prophylactic Association (Incorporated ¹⁹⁰⁶ ~~1914~~) held at the ~~office of the Association~~ *Walker House* in the City of Toronto, on the 27th day of February, A.D.1914, at the hour of 7 o'clock in the *after* noon.

PRESENT:

See attached slip.

The Chairman reported to the Meeting a Resolution of the Board of Directors relating to the reorganization of the Association and the transfer of its assets and undertaking to a new Association, which has been organized on similar lines for that purpose, and explained to the Meeting the nature of the reorganization and the purpose of the proposed change.

It was therefore moved by *Dr. Spence* seconded by *Dr. Loftus* and carried that the resolution of the Directors, which is in the terms following:-

"WHEREAS it is desirable that the undertaking now #carried on by this Association should be reorganized and

Minutes of a Meeting of the Members of the Canadian Club
held at the Club on Wednesday, 11th January, 1911, at the hour of
7.30 p.m. The meeting was held in the City of Toronto, on the
11th day of January, A.D. 1911, at the hour of
7.30 p.m. in the

The Chairman reported to the Meeting a resolution
of the Board of Directors relating to the reorganization of
the Association and the transfer of its assets and undertaking
to a new Association, which has been organized as a
limited liability company, and explained to the Meeting the
nature of the reorganization and the purpose of the proposed

"carried on along similar lines under the provisions of The
"Ontario Companies Act.

"AND WHEREAS for the purpose of carrying out such
"reorganization The Canadian Oral Prophylactic Association
"(Incorporated 1914) has been duly incorporated and organized.

"BE IT THEREFORE RESOLVED that this Association do
"transfer and assign all its undertaking and assets to The
"Canadian Oral Prophylactic Association (Incorporated 1914)
"pursuant to the terms of the Agreement now submitted to
"the Board and marked by the Chairman with his initials for
"the purpose of identification."

be and the same is hereby ratified, approved, sanctioned
and confirmed.

CARRIED.

The Meeting then adjourned.

The following Memorandum was read and ordered to be
inserted in the Minutes:-

We, the undersigned, being all ^{Shareholders} ~~the Members~~ of The
Canadian Oral Prophylactic Association (Incorporated ¹⁹⁰⁶ ~~1914~~)
hereby consent to the holding of the above Meeting at this
time and place and to the transaction of such business as
may be brought before it, and we do hereby waive notice of
this meeting and publication thereof, as testified by our

...under the provisions of the
"Corporate Companies Act."

"AND WHEREAS for the purpose of carrying out such

...has been duly incorporated and organized.

"transfer and assign all its undertaking and assets to the

"pursuant to the terms of the Agreement now submitted to

be and the same is hereby ratified, approved, sanctioned

and confirmed.

The following Memorandum was read and ordered to be

inserted in the Minutes:-

We, the undersigned, being all the Members of the

...has hereby consent to the holding of the above meeting at 1974

...and to the transaction of such business as

...and we do hereby certify that a copy of

signatures hereto.

E. L. Gausby

Ogden A. Winters

Wm. J. Hoffus

W. E. Cummer

J. Frank Helms

Andrew J. O'Donoghue

Alfred Webster

Geo. W. Grieve

W. Earl Gutter

Y. H. M. Gill

A. J. Broughton

1900. 100. 100. 100.

Shareholders present at Special meeting Feb.27th.1914.

Dr. J. Frank Adams.

Dr. A. J. Broughton.

Dr. Geo. W. Grieve.

Dr. Jas. J. Loftus.

Dr. A. J. McDonagh.

Dr. T. N. McGill.

Dr. A. E. Webster.

Dr. O. Winters.

Dr. W. Cecil Trotter.

Dr. E. F. Arnold.

Dr. E. Gausby.

Dr. W. E. Cummer.

Shareholders represented by proxy.

Dr. Arthur Day.

Dr. Robert Henderson.

Dr. F. C. VanDuzer.

Dr. F. D. Price.

Dr. Geo. Gow.

Dr. A. W. Thornton.

Dr. Harold Clark.

Dr. F. E. Bennett.

Dr. B. F. Nicholls.

Total number of Shareholders 29.



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